

January 4, 2017

Ms. Marlene H. Dortch  
Office of the Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

**Re: iTV-3, LLC  
Pro Forma Transfer of Control of Domestic 214 Authorization  
WC Docket 16-148**

Dear Ms. Dortch:

On behalf of iTV-3, LLC, I am writing to inform the Commission that a *pro forma* transfer of control of domestic 214 authorization holder iTV-3, LLC<sup>1</sup> occurred on December 31, 2016. On that date, intermediate corporate entities in the ownership chain of iTV-3, LLC controlled by Seaport Capital and its controlling partners William Luby and James Collis were substituted for other Seaport Capital controlled entities also controlled by William Luby and James Collis. Specifically, Seaport iTV-3 Investors, LLC was replaced in the ownership chain by Seaport Capital Partners V, LP and its parent Seaport Investment Partners V, LP, and Seaport Associates IV, LLC was replaced by Seaport Associates V, LLC. These changes are represented in the attached charts. Each of these new Seaport Capital entities are 100% ultimately owned by and ultimately controlled by Seaport Capital partners William Luby and James Collis, the same persons which held and controlled the replaced entities prior to the transaction.

The information regarding the Applicants as required by Section 63.24(f) is as follows:

(a) Applicants' Name, Address, Telephone, and Facsimile Number

iTV-3, LLC  
602 High Point Lane, East Peoria, IL 61011  
Attention: Grier Raclin  
Phone: (309) 670-0557

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<sup>1</sup> iTV-3, LLC received Commission consent to an assignment of assets subject to a 214 authorization in Public Notice DA 16-758 released on July 5, 2016 (WC Docket 16-148).

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Seaport Capital Partners V, LP  
Seaport Investment Partners V, LP  
Seaport Associates V, LLC  
40 Fulton St, 27th floor  
New York, NY 10038  
Attention: Howard Kaufman, Chief Financial Officer  
Phone: (212) 847-8900  
Facsimile: (212) 320-0270

- (b) Seaport Capital Partners V, LP is a Delaware limited partnership.  
Seaport Investment Partners V, LP is a Delaware limited partnership.  
Seaport Associates V, LLC is a Delaware limited liability company.

- (c) Correspondence regarding this notice should be addressed to:

iTV-3, LLC  
602 High Point Lane  
East Peoria, IL 61011  
Facsimile: (856) 677-9843  
Telephone: (309) 670-0557  
Attention: Grier Raclin  
Title: Chief Executive Officer, Countrywide Broadband  
Email: [graclin@cwbinet.net](mailto:graclin@cwbinet.net)

With a copy to Counsel:

Craig Gilley  
Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.  
701 Pennsylvania Ave., NW, Suite 900  
Washington, DC 20004  
Telephone: (202) 434-7459 |  
Facsimile: (202) 434-7400  
E-mail: [CAGilley@mintz.com](mailto:CAGilley@mintz.com)

- (d) iTV-3, LLC received Commission consent to an assignment of assets subject to a 214 authorization in Public Notice DA 16-758 released on July 5, 2016 (WC Docket 16-148) and is currently operating pursuant to this authorization. Seaport Capital Partners V, LP, Seaport Investment Partners V, LP, Seaport Associates V, LLC have not previously received Section 214 authority.
- (e) William Luby and James Collis, partners of Seaport Capital, collectively own one hundred percent of the attributable equity and control of iTV-3, LLC, Seaport Capital Partners V, LP, Seaport Investment Partners V, LP, and Seaport Associates V, LLC. No

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other person or entity owns, directly or indirectly, at least ten percent of any of these entities' equity. None of these entities has or maintains any interlocking directorate with a foreign carrier.

As stated on the attached certification, the above-described transaction was *pro forma*, within the meaning of 47 C.F.R. 63.24(d). Both before and after the transfer of control, Seaport Capital partners William Luby and James Collis collectively own all of the attributable equity in and wholly control iTV-3, LLC. As the transfer did not result in a change of the actual controlling party of iTV-3, LLC is presumptively *pro forma*. See 47 C.F.R. § 63.24(d), Note 2 to Paragraph (d).

Should there be any questions regarding this matter, please contact the undersigned.

Sincerely,



Craig A. Gilley

cc: Tracey Wilson  
Competition Policy Division  
Wireline Competition Bureau

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**CERTIFICATE**

The undersigned hereby certifies on behalf of iTV-3, LLC, with respect to the foregoing notice that:

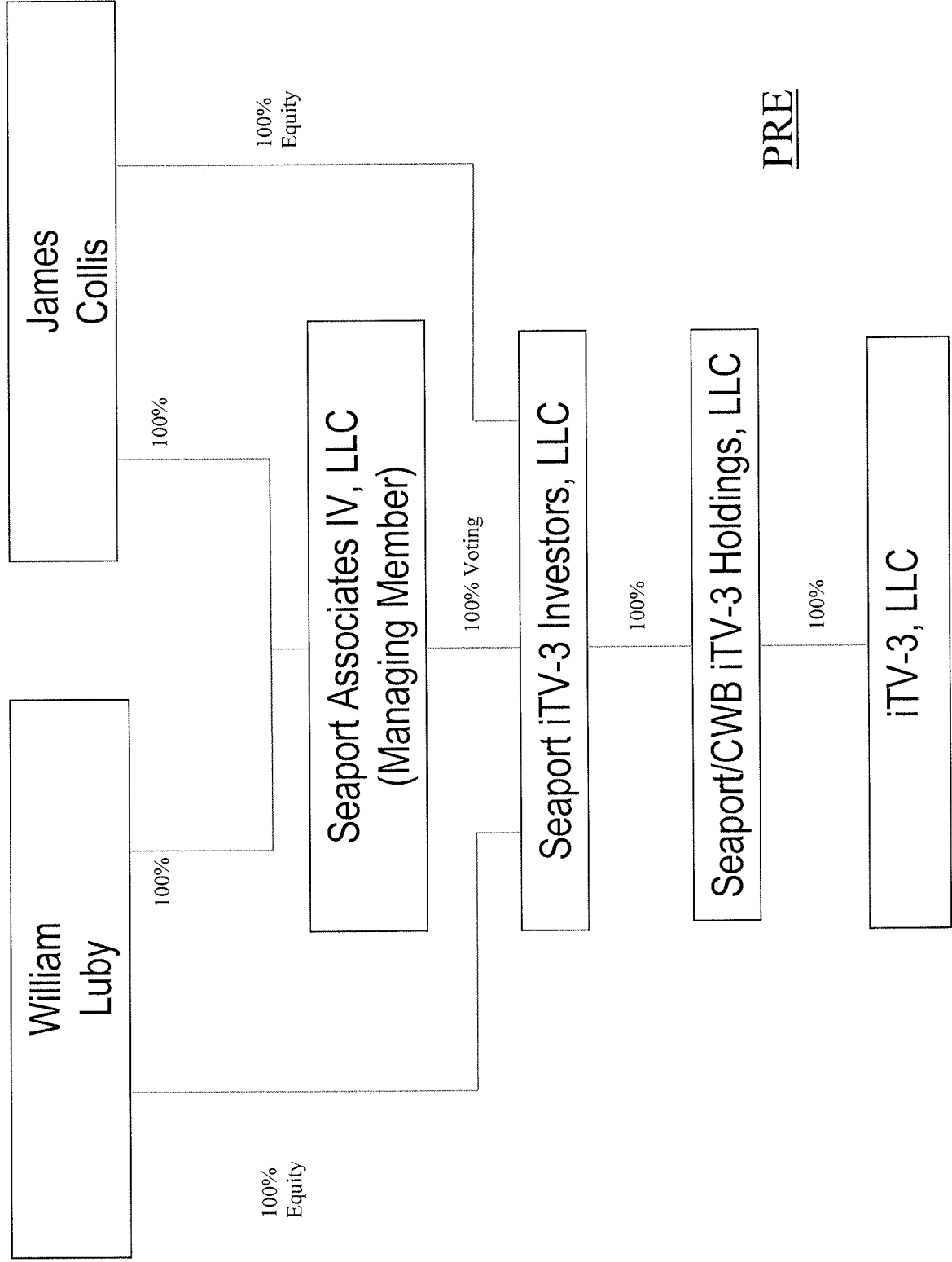
Both before and after the transfer of control, Seaport Capital partners William Luby and James Collis collectively own all of the attributable equity in and wholly control iTV-3, LLC. For these reasons, the above-described transfer of control of iTV-3, LLC on December 31, 2016 was *pro forma* and does not result in a change in the actual controlling party of iTV-3, LLC.

iTV-3, LLC.

By:  \_\_\_\_\_  
Its:  \_\_\_\_\_

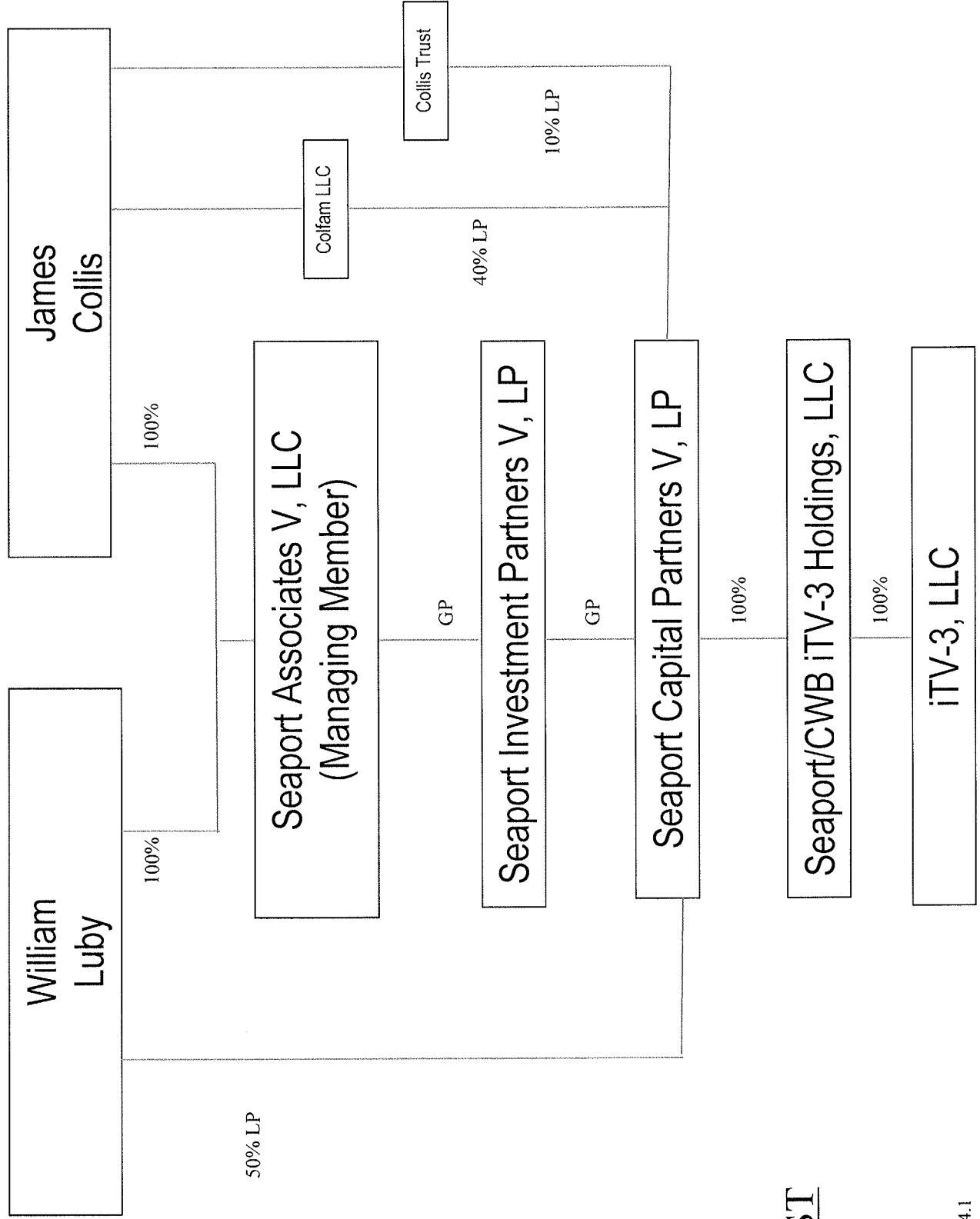
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**iTV-3, LLC OPERATING STRUCTURE**



PRE

**iTV-3, LLC OPERATING STRUCTURE**



**POST**